SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

No: 233 /BB - MB - ĐHĐCĐ

Hanoi, April 25th, 2022

MINUTES OF THE ANNUAL GENERAL SHAREHOLDERS MEETING FOR THE TERM 2022

MILITARY COMMERCIAL JOINT STOCK BANK

Military Commercial Joint Stock Bank (hereinafter referred to as MB) is headquartered at 18 Le Van Luong, Trung Hoa ward, Cau Giay district, Hanoi city, holding Certificate of Business Registration No. 0100283873 issued by Hanoi Department of Planning and Investment for the 49th time on August 25th, 2021.

To comply with applicable laws and MB's Charter, today, on April 25th, 2022, at JW Marriott Hotel, No. 8 Do Duc Duc Street, Me Tri Ward, Nam Tu Liem District, Hanoi, MB organized the 2022 Annual General Shareholders Meeting (GSM) in order to have approval on the reports of the Board of Directors (BOD), the Board of Supervisors (BOS) and the Board of Management (BOM) on the 2021 business results and the 2022 business plan; the 2021 audited Financial statements and the 2021 Profit distribution plan; the 2022 plan for charter capital increase; the 2022 plan for the use of the shareholders' equity; the plan for management transfer of a credit institution and the contents under the jurisdiction of the GSM in accordance with the Law.

1. Mr. Ta Quoc Dan - on behalf of the Organizing Committee of the General Meeting (Organizing Committee) delivered the purpose of the meeting and introduced participants. **Participants in the General Meeting included:**

- **Representatives from the Ministry of Defense,** including delegates from Office of the Central Military Commission, Office of the Ministry of National Defense, Office of the General Staff, Department of Economic Affairs, Department of Finance, Department of Planning and Investment, Department of the Armed Forces, Department of Personnel, and Department of Organization.

- **Representatives from the Inspection and Supervision Agency of the State Bank of Vietnam, the State Bank of Vietnam (SBV) - Hanoi Branch;**

- **Representatives from the Ministry of Planning and Investment, the Ministry of Finance, the State Securities Commission of Vietnam, the State Audit, and Vietnam Securities Depository.**

- **Representative from Ernst & Young Vietnam Ltd. - the auditor of MB's Financial Statement FY 2021**: Mr. Trinh Hoang Anh - Deputy CEO

- 09/11 Members of the BOD and 05/05 Members of the BOS attended (Mr. Ngo Minh Thuan, BOD member and Mr. Kieu Dang Hung, BOD member, absent due to business reasons, delegated other people to attend and vote on their behalf at the GSM in accordance with regulations.)

- Representatives from the Party Committee, the BOM, Divisions, Departments, Branches, and Subsidiaries of MB.
- Shareholders of MB present at the GSM.

2. The Organizing Committee played a video clip on the Summary of MB's Strategic Performance for the 2017 – 2021 period.

3. Mr. Ta Quoc Dan - on behalf of the Organizing Committee - delivered the Result of examining the eligibility of shareholders attending the General Meeting. The total number of shareholders present at the meeting opening was 489 (including shareholders and proxies), representing 2,390,015,821 shares, accounting for 63.26% of the total number of MB's voting shares. This General Meeting was summoned in compliance with the law and MB's Charter.

4. Mr. Le Huu Duc - Chairman of the BOD announced the opening of the Annual GSM at 8:30 AM on April 25th, 2022.

5. Mr. Ta Quoc Dan delivered the Meeting agenda, the Rules and Regulations, the Voting methods for issues at Annual General Meeting of Shareholders 2022; proposed the Chair Committee, the Secretary Committee, the Committee of Shareholders' Eligibility Examination and Vote Counting.

6. At the time of the vote, 98.28% of the General Meeting voted and approved the Agenda, the Rules and Regulations, and the Voting method.

7. The General Meeting voted and approved the attendants and the number of members from the Chair Committee, the Secretary Committee, the Committee of Shareholders' Eligibility Examination and Vote Counting.

- ***The Chair Committee included 04 members:***

- Mr. Le Huu Duc - Chairman of the BOD, Chairman of the Committee.
- Mr. Luu Trung Thai - Vice Chairman of the BOD – General Director.
- Ms. Vu Thi Hai Phuong - Vice Chairman of the BOD.
- Ms. Le Thi Loi - Head of the Board of Supervisors.

- ***The Secretary Committee included 03 members:***

- Ms. Do Kim Loan - Shareholder of the Bank, Head of the Committee.
- Ms. Tran Thi Minh Tam - Shareholder of the Bank, Member.
- Ms. Phan Mau Don - Shareholder of the Bank, Member.

- ***The Committee of Shareholders' Eligibility Examination and Vote Counting included 05 members:***

- Ms. Nguyen Thi An Binh - Shareholder of the Bank, Head of the Committee

- Ms. Do Thi Thanh Huyen - Shareholder of the Bank, Member.
- Ms. Tran Thi Nam Huong - Shareholder of the Bank, Member.
- Ms. Nguyen Thi Nguyet Ha - Shareholder of the Bank, Member.
- Mr. Hoang Minh Tuan - Shareholder of the Bank, Member.

I. GENERAL MEETING CONTENT

A. Part one: Presenting reports of the BOD, the BOS, the BOM to the General Meeting

1. Mr. Le Huu Duc - Chairman of the BOD delivered Report No. 191/BC-MB-HĐQT date April 4th, 2022 of the BOD on the performance result in 2021 and action plan in 2022.

2. Mr. Luu Trung Thai - Vice Chairman of BOD, General Director presented Report No. 1899/MB-HS dated April 4th, 2022 of the BOM on the Strategic performance for the 2017 – 2021 period, the Business performance in 2021 and the Business plan for 2022.

3. Ms. Le Thi Loi - Head of the BOS presented Report No. 192/BC-MB-BKS dated April 4th, 2022 to the BOS on the performance results in 2021 and the action plan in 2022.

B. Second part: Submissions to the General Meeting presented by the BOD

1. Mr. Luu Trung Thai - Vice Chairman of the BOD, General Director, Ms. Vu Thi Hai Phuong - Vice Chairman of the BOD on behalf of the BOD presented the submissions:

a. Submission No. 193/TTr-MB-HĐQT dated April 4th, 2022 on the approval of audited 2021 Financial statements and 2021 Profit distribution plan.

b. Submission No. 195/TTr-MB-HĐQT dated April 4th, 2022 on the approval of the Plan on charter capital increase.

c. Submission No. 196/TTr-MB-HĐQT dated April 4th, 2022 on the approval of the Plan on using equity in 2022.

d. Submission No. 198/TTr-MB-HĐQT dated April 4th, 2022 on the management transfer of a credit institution.

e. Submission No. 199/TTr-MB-HĐQT dated April 4th, 2022 on voting on issues at the 2022 Annual GSM.

2. MB's GSM disclosed relevant interests of the members of the BOD, the BOS and the BOM for the period 2019 - 2024, and the performance of each BOD member for the period 2019 – 2024, gave a report on the evaluation of independent BOD members on the BOD’s performance in 2021 in accordance with the law and MB's Charter; gave a report on the implementation of credit granting in compliance with the law, debt classification, off-balance sheet commitments, provisions for risks, usage of the provisions for credit losses in accordance with the Law on Credit Institutions and related legal documents. Gave a report on transactions between MB, its subsidiaries, companies controlled by MB, and members of the BOD and related person of the members; Transactions between MB and companies, in which BOD member was a founding member or director, which was disclosed in MB's report on corporate governance in 2021 *(publicly posted on MB's website: Investor section)*

C. Third part: Discussing the issues on the General Meeting agenda

1. During the Q&A section of the meeting, members of the Chair Committee answered the questions raised by shareholders.

2. Summary of opinions of shareholders:

Shareholders highly recognized MB's achievements in 2021 and showed a great interest in loan structure, NIM and NPL ratio of real estate business, proportion of real estate bond, restructured loan ratio after Covid-19 pandemic, etc. They were concerned about the risks the economy would face in the event of energy crisis and the war between Russia - Ukraine. In response to the concern, MB's Leadership shared several solutions including operating costs control, application of technology and digitalization for productivity improvement, capital costs reduction, CASA enhancement, etc.

Shareholders were also concerned about the management transfer of a credit institution and the risks the sharesholders might bear if the transferor is a weak credit institution. However, shareholders agreed to the plans that BOD proposed to the General Meeting, acknowledging that the management transfer is necessary, contributing to the restructuring of the credit system in compliance with the policies of the State authorities, the Government and the State Bank of Vietnam, etc. The implementation of the transfer plan is a great opportunity to obtain an operational growth rate higher than the average growth rate by 1.5-2 times in the long term, to improve competitiveness and to find new growth, adding value to shareholders. After the transferor is accepted and restructured, MB is entitled to transfer and/or equitize or merge this credit institution in accordance with the Law. MB performed its obligation to disclose information related to the transfer as regulated by the Law. Approved by the GSM, the BOD will implement the plan and report the results to the GSM at the next meeting. MB shall announce the information about the transferor after completing relevant legal procedures.

Some shareholders suggested that MB should ensure the transfer process and procedures abide by the law and the approval and guidance of the authorities; develop a transfer plan that is efficient and beneficial to MB, without any negative impact on legitimate interests of shareholders. The MB personnel appointed for the restructuring and support for the transferor must have appropriate experience and qualifications for the goal of the transfer plan. It is reasonable that the appointed personnel and divisions are exempt from liability occurs when taking part in developing the transfer plan, helping them confidently accomplish the difficult and challenging tasks.

Shareholders proposed to continuously improve the quality of human resources, recruitment and training programs for better performance. The Chair Committee was grateful for shareholders' opinions and is always open for feedback via the Bank's information channels and periodic meetings with shareholders at the MB's head office.

D. The fourth part: Issues voted and approved at the General Meeting

At the time of voting, the total number of shareholders present was 1,069, representing 2,780,160,266 shares (corresponding to 2,780,160,266 votes), accounting for 73.58% of the total number of MB's voting shares.

1. Approved Report No. 191/BC-MB-HĐQT dated April 4th, 2022 given by the BOD, Report No. 1899/MB-HS dated April 4th, 2022 given by the BOM; The GSM approved, authorized and assigned tasks to the BOD as in Item No. 1 - Submission No. 199/TTr-MB-HĐQT dated April 4th, 2022: The number of votes for the issues was 2,780,160,266, accounting for 100% of the total number of shares at the GSM at the time of voting.

2. Approved the resignation of MB's BOS member, Ms. Pham Thu Ngoc for the 2019 - 2024 period and total of 4 full time BOS members for the 2019 - 2024 period (currently 05 full-time members) as in Item No. 2 - Submission No. 199/TTr-MB-HĐQT dated April 04th, 2022: The number of votes for the issues was 2,461,541,236, accounting for 88.54% of the total number of shares at the GSM at the time of voting.

3. Approved Report No. 192/BC-MB-BKS dated April 4th, 2022 given by the BOS at the Annual GSM in 2022: The number of votes for the report was 2,738,310,694 votes, accounting for 98.49% of the total number of shares at the GSM at the time of voting.

4. Approved the 2021 audited Financial Statements and the 2021 Profit distribution plan as in Submission No. 193/TTr-MB-HĐQT dated April 4th, 2022: The number of votes for the issues was 2,718,330,017 votes, accounting for 97.78% of the total number of shares at the GSM at the time of voting.

5. Approved the charter capital increase plan, the authorization and assignment to the BOD as in Submission No. 195/TTr-MB-HĐQT dated April 4th, 2022: The number of votes for the issues was 2,377,356,495 votes, accounting for 85.51% of the total number of shares at the GSM at the time of voting.

6. Approved the use of the shareholders' equity in 2022, the authorization and assignment to the BOD as in Submission No. 196/TTr-MB-HĐQT dated April 4th, 2022: The number of votes for the issues was 2,738,240,781 votes, accounting for 98.49% of the total number of shares at the GSM at the time of voting.

7. Approved the plan for the mandatorytransfer of a credit institution, the authorization and assignment to the BOD as in Submission No. 198/TTr-MB-HĐQT dated April 4th, 2022: The number of votes for the issues was 2,530,725,045 votes, accounting for 91.03% of the total number of shares at the GSM at the time of voting.

8. Approved the remuneration and the budget of the BOD and the BOS in 2022 at 1.2% of the 2022 profit after tax; Approved the authorization and assignment to the BOD, letting the board determine the principles and the mechanism of the remuneration, salary, bonus and other benefits of the BOD and the BOS as in Item No. 8 - Submission No. 199/TTr-MB-HDQT dated April 4th, 2022: The number of votes for the issues was 2,735,887,611 votes, accounting for 98.41% of the total number of shares at the GSM at the time of voting.

All issues approved by the GSM complied with the Enterprise Law 2020, the Law on Credit Institutions 2010, The Amended Law on Credit Institutions 2017 and the guidance document for the regulations of the State Bank of Vietnam and MB's Charter. The General Meeting approved the Minutes of vote counting presented by the Committee of Shareholders' Eligibility Examination and Vote counting, and 100% of the meeting voted for the Minutes of the General Meeting. The minutes of the GSM will be disclosed by MB in accordance with the law (the minutes of vote counting for the issues at the GSM is an attachment).

II. GENERAL MEETING RESULTS

The General Meeting voted and approved all the issues on the agenda of the General Meeting. The 2022 Annual GSM of MB followed the order and procedures by law.

The GSM authorized and assigned the BOD to direct and implement the Resolution approved by the GSM.

The 2022 GSM of Military Commercial Joint Stock Bank successfully completed the agenda and finished at 11:50 AM on the same day.

Document attached to the Meeting minutes:

- *List of shareholders present or proxies at the 2022 annual GSM.*
- *GSM's agenda*
- *Rules and regulations of the 2022 Annual GSM*
- *Report No. 191/BC-MB-HĐQT dated April 4th, 2022 of the BOD on the Business performance in 2021 and Business Plan in 2022*
- *Report No. 1899/MB-HS on the Strategic results for the period 2017 - 2021, the business performance in 2021 and the business plan in 2022 dated April 4th, 2022 by the BOM.*
- *Report No. 192/BC-MB-BKS dated April 4th, 2022 of the BOS at the 2022 annual GSM*
- *Submission No. 193/TTr-MB-HĐQT dated April 4th, 2022 of the BOD on the approval of the 2021 audited Financial statement and the 2021 Profit distribution plan*
- *Submission No. 195/TTr-MB-HĐQT dated April 4th, 2022 of the BOD on the approval of the charter capital increase plan*
- *Submission No. 196/TTr-MB-HĐQT dated on April 4th, 2022 of the BOD on the approval of the Use of the shareholders' equity in 2022*
- *Submission No. 198/TTr-MB-HĐQT dated April 4, 2022 of the BOD on the plan for the management transfer of a credit institution*

- *Submission No. 199/TTr-MB-HĐQT dated April 4, 2022 of the BOD on the voting issues at the 2022 GSM*
- *Minutes No. 232/BB-MB-ĐHĐCĐ dated April 25th, 2022 on vote counting for voting issues at the 2022 GSM.*

MEMBER OF CHAIR COMMITTEE	**MEMBER OF CHAIR COMMITTEE CHAIRMAN**
LUU TRUNG THAI	**LE HUU DUC**
MEMBER OF CHAIR COMMITTEE	**MEMBER OF CHAIR COMMITTEE**
VU THI HAI PHUONG	**LE THI LOI**
MEMBER OF SECRETARY COMMITTEE	**MEMBER OF SECRETARY COMMITTEE**
DO KIM LOAN	**TRAN THI MINH TAM**
	MEMBER OF SECRETARY COMMITTEE
	TEMPLATES

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No.: 232 /BB - MB - ĐHĐCĐ

Hanoi, 25th April 2022

MINUTES OF THE 2022 GENERAL SHAREHOLDERS MEETING
MINUTES OF COUNTING OF VOTES ON ISSUES

The Military Commercial Joint Stock Bank (hereinafter referred to as MB): based its head office at No. 18 Le Van Luong, Trung Hoa Ward, Cau Giay District, Hanoi City; Enterprise Registration Certificate No. 0100283873 issued by Hanoi Authority for Planning and Investment, the 49th amendment registration on 25th August 2021.

With response to the applicable provisions of the laws and MB's Charter, today, dated 25th April 2022, at JW Marriott Hotel, located at No. 8 Do Duc Duc, Me Tri Ward, Nam Tu Liem District, Hanoi City, the 2022 l General Shareholders Meeting (Meeting) is held by MB

At 11:17 AM., the GSM voted on issues related to the content and agenda of the GSM.

Total present shareholders as of voting time were 1.069 members (***One thousand and sixty nine shareholders),*** representing **2,780,160,266 shares *(Two billion seven hundred and eighty million one hundred and sixty thousand two hundred and sixty-six shares)*** to the amount of contributed capital is: **27,801,602,660 .000 VND (Twenty-seven thousand eight hundred and one billion six hundred and two million six hundred and sixty thousand dong)** accounting for **73.58%** of total voting shares of MB.

The voting results are as follows:

Total number of voting cards: 1069 cards, corresponding to **2,780,160,266 votes**, accounting for 100% of the total number of shares at the time of voting. In details:

1. Approval on the Report No. 191/BC-MB-HĐQT of BOD dated 4th April 2022, the Report No. 1899/MB-HS of BOM dated 4th April 2022; GSM's approval, authorization and duty assignment to the BOD for point 1 - the Proposal No. 199/TTr-MB-HĐQT dated 4th April 2022:

- **Number of approval card: 1069,** corresponding of **2,780,160,266** votes, accounting for **100%** of total shares as of voting time at GMS.
- **Number of disapproval card: 0,** corresponding of **00** votes, accounting for **00%** of total shares as of voting time at GMS.
- **Number of blank card: 0,** corresponding of **00** votes, accounting for **00%** of total shares as of voting time at GMS.

2. Approval on the dismissal of the MB Supervisory Board member for the term 2019 - 2024 for Ms. Pham Thu Ngoc and the number of Supervisory Board's members for the term 2019 - 2024 is 04 full-time members (currently 05 full-time members).) at point 2 - Report No. 199/TTr-MB-HĐQT dated 04/04/2022.

- **Number of approval card: 1011,** corresponding of **2,461,541,236 votes, accounting for 85.54% of total shares as of voting time at GMS.**
- **Number of disapproval card:** 46, corresponding of 204,308,668 votes, accounting for 07.35% of total shares as of voting time at GMS**.**
- **Number of blank card:** 12, corresponding of 114,310,362 votes, accounting for 04.11% of total shares as of voting time at GMS.

3. Approval on the SB' Report No. 192/BC-MB-BKS dated 4th April 2022 at GSM.

- **Number of approval card: 1066,** corresponding of **2,738,310,694 votes, accounting for 98.49%** of total shares as of voting time at GMS.
- **Number of disapproval card:** 0, corresponding of 00 votes, accounting for 00% of total shares as of voting time at GMS.
- **Number of blank card:** 3, corresponding of 41,849,572 votes, accounting for 01.51% of total shares as of voting time at GMS.

4. Approval on the audited Financial Statement in 2021 and the Profit Distribution Plan in 2021 in the Proposal No. 193/TTr-MB-HDQT dated 4th April 2022.

- **Number of approval card: 1061,** corresponding of **2,718,330,017 votes, accounting for 97.78%** of total shares as of voting time at GMS.
- **Number of disapproval card:** 5, corresponding of 20,827,449 votes, accounting for 01,47% of total shares as of voting time at GMS.
- **Number of blank card:** 3, corresponding of 41,002,800 votes, accounting for 01.51% of total shares as of voting time at GMS.

5. Approval on the increase of charter capital plan, authorization and assignment to the BOD in the Proposal No. 195/TTr-MB-HDQT dated 4th April 2022.

- **Number of approval card: 1013,** corresponding of **2,377,356,495 votes, accounting for 85.51%** of total shares as of voting time at GMS.
- **Number of disapproval card:** 54, corresponding of 361,811,871 votes, accounting for 13.01 % of total shares as of voting time at GMS.
- **Number of blank card:** 2, corresponding of 40,991,900 votes, accounting for 1,48% of total shares as of voting time at GMS.

6. Approval on use of Equity Plan, authorization and assignment to the BOD in the Proposal No. 196/TTr-MB-HDQT dated 4th April 2022.

- **Number of approval card: 1066,** corresponding of **2,378,240,781 votes, accounting for 98.49%** of total shares as of voting time at GMS.

- **Number of disapproval card:** 1, corresponding of 927,585 votes, accounting for 00.03 % of total shares as of voting time at GMS.

- **Number of blank card:** 2, corresponding of 40,991,900 votes, accounting for 1,48% of total shares as of voting time at GMS.

7. Approval on the Receipt a mandatory transfer of a credit institution; approval, authorization and duty assignment to BOD at the Proposal No. 198/TTr-MB-HĐQT dated 4th April 2022.

- **Number of approval card: 988,** corresponding of **2,530,725,045 votes, accounting for 91.03%** of total shares as of voting time at GMS.

- **Number of disapproval card:** 68, corresponding of 193,886,919 votes, accounting for 06.97 % of total shares as of voting time at GMS.

- **Number of blank card:** 13, corresponding of 55,548,302 votes, accounting for 02% of total shares as of voting time at GMS.

8. Approval on 2022 remuneration and operating budget of BOD and SB, i.e 1.2% of profit after tax of FY 2022; approval, authorization and duty assignment to BOD at point 8- the Proposal No. 198/TTr-MB-HĐQT dated 4th April 2022.

- **Number of approval card: 1057,** corresponding of **2,735,887,611 votes, accounting for 98.41%** of total shares as of voting time at GMS.

- **Number of disapproval card:** 4, corresponding of 3,114,531 votes, accounting for 00.11 % of total shares as of voting time at GMS.

- **Number of blank card:** 8, corresponding of 41,158,124 votes, accounting for 01.48% of total shares as of voting time at GMS.

All issues approved by the GMS were complied with the Law on Credit Institutions 2010, the Laws on amending the Law on Credit Institutions 2017 and its guidance on implementing the regulations of the State Bank of Vietnam and MB's Charter. All issues under the meeting agenda contents were voted and approved.

ON BEHALF OF COMMITTEE OF SHAREHOLDERS' ELIGIBILITY EXAMINATION AND VOTE COUNTING

HEAD OF THE COMMITTEE

(Signed & Sealed)

Nguyen Thi An Binh

MEMBER	**MEMBER**
(Signed & Sealed)	**(Signed & Sealed)**
Nguyen Thi Nguyet Ha	**Do Thi Thanh Huyen**
MEMBER	**MEMBER**
(Signed & Sealed)	**(Signed & Sealed)**
Hoang Minh Tuan	**Tran Thi Nam Huong**